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THAT THE THE PROPERTY OF THE P

REFERENCE: 986875 710713

AUTHORIZATION :

COST LIMIT : \$ 122.50

ORDER DATE: June 13, 1996

ORDER TIME : 4:36 PM

ORDER NO. : 986875

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CUSTOMER NO: 7107136

CUSTOMER: Stephen J. Batten,, Esq

STEPHEN J. BATTEN, ESQ

1036 Euclid Avenue

Miami Beach, FL 33139

DOMESTIC_FILING

NAME:

SPORT PALACE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX ____ CERTIFIED COPY PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

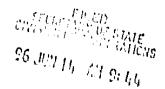
CONTACT PERSON: Karen B. Rozar

EXAMINER'S INTUING

567-673 W96--12735 EXAMINER'S INITIALS:

(16/17/96)





FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

Juno 14, 1996

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

SUBJECT: SPORT PALACE, INC. Ref. Number: W96000012735

RESUBMIT

Please give original submission date as file date.

We have received your document for SPORT PALACE, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

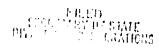
When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden Document Specialist

Letter Number: 996A00029693



96 JUNETA ALL DEAN

ARTICLES OF INCORPORATION

OF

SPORT MART, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

SPORT MART, INC.

The address of the principal office of this corporation shall be 1036 Euclid Avenue, Miami Beach,

Florida 33139, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 200 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Dieter Goessel 1036 Euclid Avenue

Pres. Miami Beach, Florida 33139

Karina Goessel Same

V. Pres.

Allen T. Rubeo Same

Sec./Treas.

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301



IN WITNESS WHEREOF, the undersigned agent of 96 JUN 14 (1984) Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on June 13, 1996.

CORPORATION SERVICE COMPANY

By: //ccc // /ccc Its Agent, Gail Shelby

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Acct Duck.
Its Agent, Gail Shelby

GLS/kbr